



SACHI A. HAMAI
Interim Chief Executive Officer

County of Los Angeles
CHIEF EXECUTIVE OFFICE

Kenneth Hahn Hall of Administration
500 West Temple Street, Room 713, Los Angeles, California 90012
(213) 974-1101
<http://ceo.lacounty.gov>

"To Enrich Lives Through Effective And Caring Service"

Board of Supervisors
HILDA L. SOLIS
First District

MARK RIDLEY-THOMAS
Second District

SHEILA KUEHL
Third District

DON KNABE
Fourth District

MICHAEL D. ANTONOVICH
Fifth District

February 10, 2015


The Honorable Board of Supervisors
County of Los Angeles
383 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, California 90012

Dear Supervisors:

ADOPTED

BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 February 10, 2015


PATRICK OGAWA
ACTING EXECUTIVE OFFICER

**AMENDMENT NUMBER TWO TO EXTEND THE CONTRACT WITH THE COMPENSATION,
EMPLOYEE BENEFITS, AND ACTUARIAL SERVICES CONSULTING PANEL
ALL DISTRICTS
(3 VOTES)**

SUBJECT

To exercise the option to extend the contracts with nine consulting firms for an additional one-year term, effective February 15, 2015, for specialized compensation, employee benefits, and actuarial consulting services. These consultants are selected from a panel of firms with specific expertise and experience for particular projects by the Chief Executive Office (CEO) and the Department of Human Resources (DHR).

IT IS RECOMMENDED THAT THE BOARD:

1. Approve the attached Amendment Number Two with nine consulting firms for use as needed to provide compensation, employee benefits, or actuarial consulting services.
2. Instruct the Mayor to execute the agreements.

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION

This recommendation provides a successor panel of compensation, employee benefits, and actuarial services consultants to advise CEO and DHR regarding non-routine salary and employee benefits issues which may have significant countywide impact. As you may recall, the Board initially approved this three-year contract to commence on February 15, 2011, with a provision for two one-year extensions and six month-to-month extensions. Since that time, the Board approved the first

one-year extension ending February 14, 2015. Given the impending contract ending date, we are recommending that the Board approve a second one-year period extension to commence on February 15, 2015, through and including February 14, 2016.

Implementation of Strategic Plan Goals

The recommended action requested herein support the County's Strategic Goal 1, Operational Effectiveness/Fiscal Sustainability. The contractors will provide the necessary information and expertise to enable the County to make compensation and benefits recommendations that are fiscally prudent and sustainable.

FISCAL IMPACT/FINANCING

Each contract provides for compensation on an hourly time and expense basis at the rates specified in each contract. Costs associated with the proposed amendments will be incurred only when work is assigned to panel members by CEO or DHR. Aggregate costs incurred by CEO and DHR were less than \$300,000 each year for the prior fiscal years during the term of the contract.

Examples of projects completed by this consulting panel in the past include renewal proposals for medical, dental, life, and other insurance offerings to County represented and non-represented employees. The renewal project is a detailed financial review and premium rate negotiations with the insurance carriers. The most recent renewals involved analysis of the Affordable Care Act (ACA) and how the ACA affected the premium renewals and plan design of the County's medical plans.

Other projects these consultants completed include the County's representation on Los Angeles County Employees Retirement Association's (LACERA) Other Post-Employment Benefits (OPEB) valuation studies and Medicare Part B reimbursement program, actuarial valuations of the County's Short-Term and Long-Term Disability programs, and various other projects involving the County's wellness program and retiree medical plans.

During the term of this contract, we anticipate the panel of consultants to provide services regarding projects similar to those described above. We also anticipate the costs of these projects not to differ from past billings. We are aware of a new project in the planning stages that will incur an estimated cost of \$800,000. This project, the Dependent Eligibility Verification, is planned for the term of this contract and will require a consultant from this panel to work closely with DHR and the CEO to verify all dependents enrolled in County or union-sponsored medical and dental plans. The funds for this project have already been budgeted to DHR.

FACTS AND PROVISIONS/LEGAL REQUIREMENTS

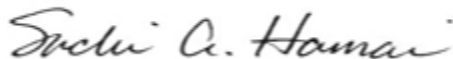
A list of the nine firms comprising the proposed panel is contained in Attachment A. The Chief Executive Officer or Director of Personnel may individually assign work on an as-needed basis to any of the firms in the panel. The nature of the work may vary significantly from project-specific assignments to day-to-day advice and commentary, including consultation on short notice.

The contracts with the consulting panel provide an initial three-year term beginning February 15, 2011, and provide for two one-year extensions and six month-to-month extensions thereafter. County Counsel has approved the proposed amendments as to form. It is the intent of this office to release a Request for Statement of Qualifications for Compensation, Employee Benefits and Consultant Services and have this master agreement before the Board by the end of 2015 for services beginning in February 2016.

IMPACT ON CURRENT SERVICES (OR PROJECTS)

Approval of the proposed contract amendments for the panel of consultants will provide the technical expertise required for the ongoing administration of the County's existing compensation and employee benefit programs.

Respectfully submitted,

A handwritten signature in cursive script that reads "Sachi A. Hamai".

SACHI A. HAMAI
Interim Chief Executive Officer

SAH:JJ:MTK
LSB:mst

Enclosures

c: Executive Office, Board of Supervisors
County Counsel
Human Resources

PANEL OF CONTRACTORS

Firm	Area(s)
Aon Consulting, Inc.	Compensation, Employee Benefits, Actuarial Services
Buck Consultants, LLC	Compensation, Employee Benefits, Actuarial Services
CPS HR Consulting	Compensation
Gallagher Benefits Services, Inc.	Compensation
Hay Group, Inc.	Compensation, Employee Benefits, Actuarial Services
Pinnacle Actuarial Resources, Inc.	Actuarial
Reward Strategy Group	Compensation
The Segal Company	Compensation
The Unisource Group, Inc.	Employee Benefits

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
AON CONSULTING, INC.
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77473)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with Aon Consulting, Inc., hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

1. **This Amendment No. 2 shall commence and be effective on February 15, 2015.**

2. **SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:**

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO.

The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."

3. **Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.**

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Chair of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: Aon Consulting, Inc.

COUNTY OF LOS ANGELES

By Brian M. Fern
Brian M. Fern, Vice President - Legal

By Mike Antonovich
Mayor, Board of Supervisors

ATTEST:

PATRICK OGAWA
Acting Executive Officer
Board of Supervisors



By Anta
Deputy FEB 10 2015

I hereby certify that pursuant to
Section 25103 of the Government Code,
delivery of this document has been made.

PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By Anta
Deputy

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By Richard D. Bloom
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015

Patrick Ogawa
PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77473
Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
BUCK CONSULTANTS
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77474)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with Buck Consultants, hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

1. This Amendment No. 2 shall commence and be effective on February 15, 2015.

2. SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO.

The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."

3. Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: Buck Consultants

COUNTY OF LOS ANGELES

By Paul M. Sanchez
Paul M. Sanchez – Market Leader, Principal

By Mike Antonovich
Mayor, Board of Supervisors

ATTEST:

PATRICK OGAWA
Acting Executive Officer
Board of Supervisors



By Anta
Deputy
FEB 10 2015

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PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By Anta
Deputy

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By Richard D. Bloom
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015

Patrick Ogawa
PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77474 Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
CPS HR CONSULTING
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77475)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with CPS HR Consulting, hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

1. **This Amendment No. 2 shall commence and be effective on February 15, 2015.**

2. **SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:**

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO.

The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

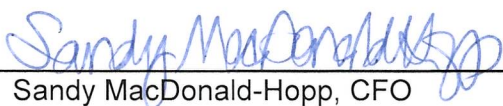
The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."

3. **Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.**

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: CPS HR Consultants


COUNTY OF LOS ANGELES

By 
Sandy MacDonald-Hopp, CFO

By 
Mayor, Board of Supervisors

ATTEST:

PATRICK OGAWA
Acting Executive Officer
Board of Supervisors

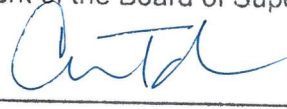
By 
Deputy



FEB 10 2015

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PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By 
Deputy

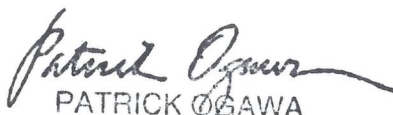
APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By 
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015


PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77475 Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
GALLAGHER BENEFITS SERVICES, INC.
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77476)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with Gallagher Benefits Services, Inc., hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

- 1. This Amendment No. 2 shall commence and be effective on February 15, 2015.**
- 2. SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:**

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO.


The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."
- 3. Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.**

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: Gallagher Benefits Services, Inc.

COUNTY OF LOS ANGELES

By 
Norbert Chung, Executive Vice President

By 
Mayor, Board of Supervisors

ATTEST:

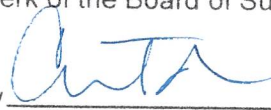
PATRICK OGAWA
Acting Executive Officer
Board of Supervisors



By 
Deputy

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delivery of this document has been made.

PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By 
Deputy

FEB 10 2015

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By 
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015


PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77476 Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
HAY GROUP, INC.
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77478)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with Hay Group, Inc., hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

1. **This Amendment No. 2 shall commence and be effective on February 15, 2015.**
2. **SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:**

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO."

The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."
3. **Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.**

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: Hay Group, Inc.

COUNTY OF LOS ANGELES

By 
Ron Keimach, Principal

By 
Mayor, Board of Supervisors

ATTEST:

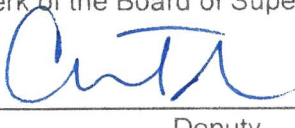
PATRICK OGAWA
Acting Executive Officer
Board of Supervisors

By 
Deputy
FEB 10 2015



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PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By 
Deputy

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By 
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015


PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77478 Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
PINNACLE ACTUARIAL RESOURCES, INC.
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77479)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with Pinnacle Actuarial Resources, Inc., hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

- 1. This Amendment No. 2 shall commence and be effective on February 15, 2015.**
- 2. SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:**

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO.

The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."

- 3. Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.**

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: Pinnacle Actuarial Resources, Inc.

COUNTY OF LOS ANGELES

By Joseph A. Herbers
Joseph A. Herbers, Managing Principal

By Mike Antonovich
Mayor, Board of Supervisors

ATTEST:

PATRICK OGAWA
Acting Executive Officer
Board of Supervisors

By Anta
Deputy



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PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By Anta
Deputy

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By Richard D. Bloom
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015

Patrick Ogawa
PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77479 Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
REWARD STRATEGY GROUP
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77480)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with Reward Strategy Group, hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

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The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."

3. Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: Reward Strategy Group

COUNTY OF LOS ANGELES

By Sandra M. Comrie
Sandra M. Comrie, Executive Director

By Mike Antonovich
Mayor, Board of Supervisors

ATTEST:

PATRICK OGAWA
Acting Executive Officer
Board of Supervisors

By Antal
Deputy



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delivery of this document has been made.

PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By Antal
Deputy

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By Richard D. Bloom
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015

Patrick Ogawa
PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77480
Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
THE SEGAL COMPANY
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77481)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with The Segal Company, hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

1. This Amendment No. 2 shall commence and be effective on February 15, 2015.

2. SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO.

The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."

3. Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: The Segal Company


COUNTY OF LOS ANGELES

By 
Elliott R. Susseles, Senior Vice President

By 
Mike Antonovich
Mayor, Board of Supervisors

ATTEST:

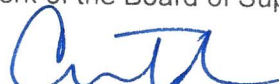
PATRICK OGAWA
Acting Executive Officer
Board of Supervisors

By 
Deputy
FEB 10 2015




I hereby certify that pursuant to
Section 25103 of the Government Code,
delivery of this document has been made.

PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By 
Deputy

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By 
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015


PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77481 Supplement No. 2

**CONTRACT BETWEEN
COUNTY OF LOS ANGELES
AND
THE UNISOURCE GROUP, INC
FOR
COMPENSATION, EMPLOYEE BENEFITS
AND ACTUARIAL CONSULTING SERVICES
(Contract No. 77482)**

AMENDMENT NO. 2

WHEREAS, on February 15, 2011, the County of Los Angeles, hereinafter referred to as County, entered into a contract with The Unisource Group, Inc., hereinafter referred to as Consultant, for compensation, employee benefit administration, and actuarial services;

WHEREAS, Section 4.0, "Term of Contract" of the aforementioned contract, gives the County the option to extend this Contract term for up to two (2) additional one-year periods and six (6) month to month extensions beyond February 14, 2014, the expiration date of the initial term, at the sole discretion of the County Chief Executive Officer (CEO); and

WHEREAS, the County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015;

NOW, THEREFORE, it is agreed between the parties that the Contract shall be amended as follows:

- 1. This Amendment No. 2 shall commence and be effective on February 15, 2015.**
- 2. SECTION 4.0 TERM OF CONTRACT, subsection 4.2, shall be deleted in its entirety and replaced with the following:**

"4.2 The County shall have the sole option to extend this Contract term for up to two additional one-year periods and six (6) month to month extensions, for a maximum total Contract term of five years and six months. Each such option and extension shall be exercised at the sole discretion of the CEO.

The County exercised its first option to extend the term of this Contract for one additional year, commencing on February 15, 2014, and continuing to and including February 14, 2015.

The County exercises its second option to extend the term of this Contract for one additional year, commencing on February 15, 2015, and continuing to and including February 14, 2016."
- 3. Except as modified by this Amendment No. 2, all terms and conditions of the contract shall remain in full force and effect.**

IN WITNESS WHEREOF, Consultant has executed this Contract, or caused it be duly executed and the County of Los Angeles, by order of its Board of Supervisors has caused this Amendment No. 2 to be executed by the Mayor of the Board and attested by the Executive Officer-Clerk of the Board of Supervisors thereof, the day and year first written above.

CONSULTANT: The Unisource Group, Inc.

COUNTY OF LOS ANGELES

By Monica Holt
Monica Holt, President

By Mike Antonovich
Mayor, Board of Supervisors

ATTEST:

PATRICK OGAWA
Acting Executive Officer
Board of Supervisors

By Ant
Deputy
FEB 10 2015



I hereby certify that pursuant to Section 25103 of the Government Code, delivery of this document has been made.

PATRICK OGAWA
Acting Executive Officer
Clerk of the Board of Supervisors

By Ant
Deputy

APPROVED AS TO FORM:

MARK SALADINO
County Counsel

By Richard D. Bloom
RICHARD D. BLOOM
Principal Deputy County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

11 FEB 10 2015

Patrick Ogawa
PATRICK OGAWA
ACTING EXECUTIVE OFFICER

77482
Supplement No. 2